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Honorable Mike K. Nakagawa
United States Bankruptcy Judge



Entered on Docket
May 03, 2013

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11 Counsel for Debtors
and Debtors in Possession

Nevada Counsel for
Debtors and Debtors in Possession

13 **UNITED STATES BANKRUPTCY COURT**
DISTRICT OF NEVADA

15 In re:
16 RODEO CREEK GOLD INC.
17 Affects this Debtor
18 Affects all Debtors
19 Affects Antler Peak Gold Inc.
20 Affects Hollister Venture Corporation
21 Affects Touchstone Resources Company

Chapter 11
Case No. BK-13-50301 (MKN)
Jointly Administered

**ORDER APPROVING KEY
EMPLOYEE RETENTION PLAN AND
GRANTING RELATED RELIEF**

Hearing Date: May 2, 2013
Hearing Time: 1:30 p.m. (PT)
Place: 300 Las Vegas Blvd.
Las Vegas, NV 89101

25 Upon the motion (the “Motion”)¹ of the Debtors² in the above-captioned chapter
26 11 cases for the entry of an order approving the Debtors’ key employee retention plan (the
27

28 ¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

“KERP”); and upon consideration of the Kang Declaration; and this Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and the consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and this Court having determined that notice of the Motion as provided therein was good and sufficient; and this Court having determined that the relief sought in the Motion is in the best interest of the Debtors, their creditors, and all parties-in-interest; and after due deliberation, it is therefore

ORDERED that the Motion is granted as set forth herein; and it is further

ORDERED that the Debtors are authorized and empowered, but not directed, to take all actions necessary to implement the KERP to the extent necessary to preserve the value of their estates, to make all payments pursuant thereto to the extent authorized by the Approved Budget (as defined in the Final DIP Order), and to implement any relief granted in this Order; and it is further

ORDERED that all amounts earned and payable under the KERP and authorized under the Approved Budget shall have administrative expense priority under sections 503(a) and 507(a)(2) of the Bankruptcy Code for all purposes in the Chapter 11 Cases and in any other cases under the Bankruptcy Code to which such cases may be converted; and it is further

ORDERED that (i) the fourteen-day stay under Fed. R. Bankr. P. 6004(h) is hereby waived with respect to this Final Order and (ii) the terms and conditions of this Final Order shall be effective and enforceable immediately upon its entry; and it is further

² The Debtors in these chapter 11 cases are: Rodeo Creek Gold Inc., Hollister Venture Corporation, Touchstone Resources Company, and Antler Peak Gold Inc.

1 ORDERED that this Court shall retain jurisdiction to hear and determine all
2 matters arising from or related to the implementation of this Final Order.
3

4 SUBMITTED BY:

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21 In accordance with Local Rule 9021, counsel submitting this document certifies as follows
22 (check one):

23 The court has waived the requirement set forth in Local Rule 9021(b)(1)

24 No party appeared at the hearing or filed an objection to the Motion.

25 I have delivered a copy of this proposed order to all counsel who appeared at the hearing,
26 and each has approved or disapproved the order, or failed to respond, as indicated below [list
27 each party and whether the party has approved, disapproved, or failed to respond to the
28 document]:

29 I certify that this is a case under chapter 7 or 13, that I have served a copy of this order with
30 the motion pursuant to Local Rule 9014(g), and that no party has objected to the form or content
31 of the order.

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